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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION CORPORATION, Plaintiff, v. BERNARD L. MADOFF INVESTMENT SECURITIES LLC, Defendant.	SIPA LIQUIDATION No. 08-01789 (BRL) (Substantively Consolidated)
In re: BERNARD L. MADOFF INVESTMENT SECURITIES LLC, Debtor.	
IRVING H. PICARD, Trustee for the Liquidation of Bernard L. Madoff Investment Securities LLC, Plaintiff, v. HSBC BANK PLC, et al., Defendants.	Adv. Pro. No. 09- 1364 (BRL)
IRVING H. PICARD, Trustee for the Liquidation of Bernard L. Madoff Investment Securities LLC, Plaintiff, v. SONJA KOHN, et al., Defendants.	Adv. Pro. No. 10- 5411 (BRL)

DECLARATION OF JEREMY A. BERMAN IN SUPPORT OF UCG'S OBJECTION TO TRUSTEE'S MOTION FOR AN ORDER (i) ABROGATING EXISTING CONFIDENTIALITY AGREEMENTS; (ii) ESTABLISHING PROCEDURES FOR AN ELECTRONIC DATA ROOM; AND (iii) APPOINTING TWO SPECIAL MASTERS

1. I am a member of the bar of this Court and Special Counsel of the law firm Skadden, Arps, Slate, Meagher & Flom LLP, counsel for UniCredit S.p.A. ("UCG").

2. I submit this declaration in support of the UCG's Objection to Trustee's Motion for an Order (i) Abrogating Existing Confidentiality Agreements; (ii) Establishing Procedures for an Electronic Data Room; and (iii) Appointing Two Special Masters and to place before the Court copies of the following documents:

Exhibit A Securities Investor Protection Corp. v. Bernard L. Madoff Investment
Securities LLC/UniCredit S.p.A.: Confidentiality Agreement, dated October 4,
2010

Exhibit B Securities Investor Protection Corp. v. Bernard L. Madoff Investment
Securities LLC /Pioneer Investment Management USA, Inc.: Confidentiality
Agreement, dated December 1, 2009

3. I declare under penalty of perjury that the foregoing is true and correct.

Executed on September 22, 2011 in New York, New York.

/s/ *Jeremy A. Berman*
Jeremy A. Berman